

P99000014622



ACCOUNT NO. : 072100000032  
REFERENCE : 134880 81965A  
AUTHORIZATION : Patricia Pignato  
COST LIMIT : \$ 78.75

ORDER DATE : February 15, 1999  
ORDER TIME : 11:18 AM  
ORDER NO. : 134880-005  
CUSTOMER NO: 81965A

700002775507--6

CUSTOMER: Ms. Joan Hand (ex-jb)  
FLORIDA POWER AND LIGHT  
FLORIDA POWER AND LIGHT  
700 Universe Boulevard  
Juno Beach, FL 33408

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 15 PM 2:58

DOMESTIC FILING

NAME: FPL ENERGY PARIS GP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith  
EXAMINER'S INITIALS:

RECEIVED  
99 FEB 15 PM 12:11  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
1111 MASTERS AVENUE  
TALLAHASSEE, FL 32399

CP 2/15/99

EFFECTIVE DATE

2/16/99

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 15 PM 2:58

**ARTICLES OF INCORPORATION  
OF  
FPL ENERGY PARIS GP, INC.**

**ARTICLE I**

The name of the corporation is **FPL Energy Paris GP, Inc.**

**ARTICLE II**

This corporation's existence shall become effective as of February 16, 1999.

**ARTICLE III**

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE VI**

The mailing address of the principal place of business of the corporation is 700 Universe Boulevard, Juno Beach, Florida 33408.

**ARTICLE V**

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, par value \$.01 per share.

**ARTICLE VI**

The street address of the initial registered office of the corporation is 9250 West Flagler Street, Miami, Florida 33174. The name of the initial registered agent of the corporation at that address is J. E. Leon.


**ARTICLE VII**

The initial Board of Directors shall consist of one member who shall be Patrick M. Bryan, whose address is 700 Universe Boulevard, Juno Beach, Florida 33408. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation

**ARTICLE VIII**

The name and address of the incorporator of the corporation is Patrick M. Bryan, 700 Universe Boulevard, Juno Beach, Florida 33408.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on February 12, 1999.



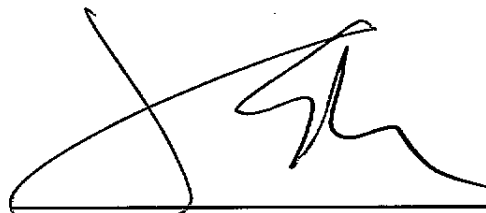
Patrick M. Bryan, Incorporator

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DIVISION OF CORPORATIONS  
99 FEB 15 PM 2:58

**CONSENT OF REGISTERED AGENT  
OF  
FPL ENERGY PARIS GP, INC.**

The undersigned, J. E. Leon, whose business office is 9250 West Flagler Street, Miami, Florida 33174 hereby accepts appointment as the initial registered agent of FPL Energy Paris GP, Inc., and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: February 12, 1999



J. E. Leon  
Registered Agent